

**UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

MISHCON DE REYA NEW YORK LLP,

Petitioner,

-against-

GRAIL SEMICONDUCTOR, INC.,

Respondent.

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Civil Action No. 11-4971 (JMF)

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**[PROPOSED] ORDER**

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Upon consideration of the Receiver's Report and Motion to Modify this Court's December 3, 2012 Order (the "Motion"),<sup>1</sup> and good cause appearing for the relief requested thereby, it is hereby

ORDERED that the Receiver is authorized to retain K&L Gates LLP as his counsel, *nunc pro tunc* to December 3, 2012, in all matters relating to this receivership; and it is further

ORDERED that, subject to Court approval, the Receiver's commissions, and any reasonable and necessary attorneys' fees and other reasonable costs and expenses incurred by the Receiver, shall be entitled to first priority payment out of any gross proceeds generated by the sale of the '552 Patent; and it is further

ORDERED that Grail shall execute and deliver to the Receiver the form of patent assignment annexed hereto as Exhibit A within 2 days; and it is further

ORDERED that Grail shall respond to each of the Receiver's outstanding information requests as set forth in the December 4 Email within 3 days; and it is further

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<sup>1</sup> Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Motion.

ORDERED that the Receiver is hereby authorized to appear and seek appropriate relief in the Infringement Action, including, without limitation substitution or intervention, to the extent necessary to preserve or protect the value of the '552 Patent; and it is further

ORDERED that all other deadlines set forth in the December 3 Order are hereby extended by sixty (60) days; and it is further

ORDERED that this Order is without prejudice to the Receiver's right, upon notice to all parties in interest, to seek such further powers as may be necessary to carry out the terms of the December 3 Order, or to fulfill his duties as Receiver.

Dated: New York, New York  
December \_\_, 2012

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United States District Judge

**EXHIBIT A**

**Patent Assignment**

This PATENT ASSIGNMENT ("Assignment"), effective as of December 6, 2012, is made by and between Grail Semiconductor, Inc. a California corporation with its principal place of business located at \_\_\_\_\_ (hereinafter "Assignor"), and Andrew L. Reibman, as Receiver, having a having a place of business at K&L Gates LLP, 599 Lexington Avenue, New York, NY 10022 (hereinafter "Receiver").

WHEREAS

A. Assignor is the sole owner of United States Patent No. 6,642,552 (hereinafter "Patent"); and

B. Receiver has been ordered by the Court in *Mishcon de Reya New York LLP v. Grail Semiconductor, Inc.*, No. 1:11-cv-04971-JMF (S.D.N.Y.) (ECF Doc. No. 79) (the "Order"), to receive assignment of all of Assignor's right, title and interest in and to the Patent for the purpose of selling, transferring, or assigning the Patent in satisfaction of a judgment against Assignor.

NOW, THEREFORE, pursuant to the Order, Assignor has assigned and transferred, and does hereby assign and transfer, to Receiver all of Assignor's right, title and interest in and to the Patent, including all reissues, extensions, revivals, renewals, and re-examinations of the Patent, and the right to sue for and recover damages for any past, present or future infringement of the Patent, the same to be held and enjoyed by Receiver for the purpose of selling, transferring, or assigning the Patent as ordered by the Court, and thereafter for the use and enjoyment of any party to which Receiver sells, transfer, or assigns the Patent, to the end of the term of the Patent as fully and entirely as the same would have been held and enjoyed by Assignor, if this assignment had not been made.

IN WITNESS WHEREOF, Assignor has caused these presents to be signed by its duly appointed officer having full authority in the circumstances.

SIGNED for and on behalf of Grail Semiconductor, Inc.

By \_\_\_\_\_ on \_\_\_\_\_  
(Signature) (Date)

\_\_\_\_\_  
(Print Name) (Print Title)

State of \_\_\_\_\_ County of \_\_\_\_\_

On this \_\_\_\_\_ day of \_\_\_\_\_, 2012 before me, \_\_\_\_\_, personally appeared \_\_\_\_\_, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the instrument and acknowledged to me that he/she executed the same in his/her authorized capacity and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument. I certify under PENALTY OF PERJURY under the laws of the State of \_\_\_\_\_ that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

\_\_\_\_\_  
(Notary Public)